

Exhibit D

Proposed Order

UNITED STATES DISTRICT COURT
DISTRICT OF PUERTO RICO

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO RICO, *et*
al.,

Debtors.¹

PROMESA

Title III

No. 17 BK 3283-LTS

(Jointly Administered)

FIRST ORDER (A) GRANTING IN PART THE TWO HUNDRED FORTY-SECOND
OMNIBUS OBJECTION (SUBSTANTIVE) OF THE PUERTO RICO ELECTRIC POWER
AUTHORITY TO PARTIALLY SATISFIED CLAIMS, (B) APPROVING FORM OF
NOTICE, AND (C) GRANTING RELATED RELIEF

*Upon the Notice of Presentment of Proposed Order (A) Granting in Part the Two
Hundred Forty-Second Omnibus Objection (Substantive) of the Puerto Rico Electric Power
Authority to Partially Satisfied Claims, (B) Approving Form of Notice, and (C) Granting Related*

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico ("Commonwealth") (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Relief, dated October 23, 2020 (Docket Entry No. _____, the “Notice”),² filed by the Puerto Rico Electric Power Authority (“PREPA” or “Debtor”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as sole representative of the Debtor pursuant to Section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”), for entry of an order (i) approving the Satellite Hearing Notice (as defined below) and (ii) disallowing the Claims to Be Disallowed via Notice of Presentment (as defined below), as more fully set forth in the Notice; and the Court having found it has subject matter jurisdiction over this matter pursuant to section 306 of PROMESA; and it appearing that venue in this district is proper pursuant to section 307 of PROMESA; and the Court having found that the relief requested is in the best interests of the Debtor, its creditors, and other parties in interest; and the Court having found that the Debtor provided adequate and appropriate notice under the circumstances and that no other or further notice is required; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED that the Two Hundred Forty-Second Omnibus Objection is GRANTED IN PART as set forth herein; and it is further

ORDERED that the each of the claims identified in the column titled “Asserted” in Exhibit B hereto (the “Claims to Be Disallowed via Notice of Presentment”) are hereby reduced and disallowed to the extent they assert claims for amounts already paid, such that they shall now only be considered claims asserting the amount set forth in the column titled “Remaining Claim” in Exhibit B hereto; and it is further

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Notice.

ORDERED that PREPA's right to object to portions of the remaining portions of these claims, as set forth in the column titled "Remaining Claim" in Exhibit B hereto, is reserved; and it is further

ORDERED that the Satellite Hearing Notice is approved and shall be served on each of the claimants associated with the Claims to Be Set for Hearing; and it is further

ORDERED that Prime Clerk, LLC, is authorized and directed to delete and reduce the amount asserted in the Claims to Be Disallowed via Notice of Presentment by the portions (*i.e.*, reducing the amount of the claim to the amounts set forth in the column titled "Remaining Claim" in Exhibit B hereto from the official claims registry in PREPA's Title III Case; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2020
San Juan, Puerto Rico

LAURA TAYLOR SWAIN
United States District Judge